ALLEGHENY HEALTH, EDUCATION AND RESEARCH FOUNDATION Meeting of the Executive Committee July 9, 1998

Board and Officer Appointments:

WHEREAS, David W. McConnell no longer serves as Executive Vice President and Chief Financial Officer of Allegheny Health, Education and Research Foundation; and

WHEREAS, Joseph Dionisio has been appointed as Acting Chief Financial Officer of Allegheny Health, Education and Research Foundation;

NOW, THEREFORE, BE IT RESOLVED, That David W. McConnell is hereby removed from the following Boards of Directors and Committees and replaced, on an interim basis, by Joseph Dionisio:

AUH East, Resource Management Committee AUH West, Resource Management Committee Diversified Health Group, Director

FURTHER RESOLVED, That David W. McConnell is removed from the following positions as an officer of the following companies:

Allegheny General Hospital

Allegheny Health, Education and Research Foundation

Allegheny University Hospitals, East Allegheny Hospitals, Centennial

Allegheny Hospitals, New Jersey Allegheny University of the Health

Sciences

Allegheny University Medical Centers

Diversified Health Group

Allegheny University Medical Practices

Assistant Treasurer

Treasurer

Assistant Treasurer Assistant Treasurer

Assistant Treasurer

Treasurer

Treasurer

Vice Chair and Chief Executive Officer

Acting President Eastern Region

Chair

FURTHER RESOLVED, That Joseph Dionisio is appointed, on an interim basis, to the following positions as an officer of the following companies:

Allegheny Health, Education and

Research Foundation

Treasurer

Allegheny University Hospitals, East

Assistant Treasurer

Allegheny Hospitals, Centennial Allegheny Hospitals, New Jersey Allegheny University of the Health

Assistant Treasurer **Assistant Treasurer**

Sciences

Treasurer

Allegheny University Medical Centers

Treasurer

FURTHER RESOLVED, That Anthony M. Sanzo is appointed to the following positions as an officer of the following companies:

Allegheny University Medical Practices

Vice Chair and Chief Executive Officer

Acting President Eastern Region

Diversified Health Group

President

FURTHER RESOLVED, That in the event David McConnell was serving as an officer, director or Chief Financial Officer of any other corporation within the AHERF system, the appointment is hereby rescinded. Joseph Dionisio, or such other member of management as may be determined by the Chairman of AHERF, is hereby appointed, on an interim basis, to perform said function.

NAW:mcz:35630 7/9/98(5)

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External Financial Relationships

WHEREAS, from time to time, it is necessary to implement various administrative changes in the structures of various bond issues, financial arrangements or relationships, which impact entities within the Allegheny system; and

WHEREAS, such administrative changes do not affect the substantive requirements or obligations of such financial arrangements.

NOW THEREFORE BE IT RESOLVED, that the Executive Committee of Allegheny Health, Education and Research Foundation, acting on behalf of and with the full authority of the Board of Trustees of the organization, authorizes the Chief Executive Officer, the Chief Financial Officer and other members of management after appropriate consultation with the Chair of the Board of the affected entity, to make and implement such administrative changes as may be necessary for the smooth functioning of ongoing external financial relationships.

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